

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W.R. GRACE & CO., <i>et al.</i>, Debtors.	§ § § § § § §	Chapter 11 Jointly Administered Case No. 01-01139 (KJC)
---	---------------------------------	--

**FEE AUDITOR'S FINAL REPORT REGARDING THE FINAL
FEES AND EXPENSES OF BOWE & FERNICOLA, LLC, FOR THE
PERIOD OF FEBRUARY 1, 2006 THROUGH MARCH 31, 2006**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the final fees and expenses of Bowe & Fernicola, LLC.

BACKGROUND

1. Bowe & Fernicola, LLC ("Bowe"), was retained as special real estate counsel to the Debtors. Bowe did not file a final fee application in these cases, however, we were asked by Debtors' counsel to perform a final review of Bowe's fees and expenses. During the course of its work on the case, Bowe submitted fees totaling \$113,330.00 and expenses totaling \$239.68 for its services from February 1, 2006 through May 31, 2006 (the "Final Application Period"). Our recommendations are contingent upon there being no objection by the Court or the United States Trustee to final approval of Bowe's fees and expenses.

2. In the course of conducting our original audit and reaching the conclusions and recommendations contained in our interim final report, we reviewed in detail the prior interim application listed below in its entirety, including each of the time and expense entries included in

the exhibits to that application, for compliance with 11 U.S.C. § 330, Local Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”),¹ and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, Issued January 30, 1996 (the “U.S. Trustee Guidelines”), as well as for consistency with precedent established in the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware, and the Third Circuit Court of Appeals.

DISCUSSION

Twenty-First Interim Period

3. As noted below, Bowe received interim approval for fees totaling \$61,367.50 and expenses totaling \$100.20 for its services from February 1, 2006 through March 31, 2006 (the “Twentieth Interim Period”), which fees and expenses were approved in the order for the Twentieth Interim Period. In addition, in that same application, Bowe also sought fees of \$51,962.50 and expenses of \$139.48 for the period of April 1, 2006 through May 31, 2006 (the “Twenty-First Interim Period”) which were never approved.²

4. We have no issues with, or objections to, Bowe’s fees and expenses for the Twenty-First Interim Period.

5. Thus, we recommend approval of \$51,962.50 in fees and \$139.48 in expenses for Bowe’s services for the Twenty-First Interim Period.

¹We relied upon the version of the Local Rules with the effective date of February 1, 2001 in our review of the interim application.

²As these fees were outside the time period of the Twentieth Interim Period, they were not included in either our combined final report or the order submitted to the Court for that period.

Prior Report and Order

6. We note that we previously filed the following final report for that part of Bowe's monthly application that covered the Twentieth Interim Period, which final report we incorporate by reference herein, and we also note the following order that ruled on that part of Bowe's application:

20th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with No Fee or Expense Issues for the Twentieth Interim Period (Docket #13183), filed on or about September 8, 2006, in which we recommended approval of fees totaling \$61,367.50 and expenses totaling \$100.20. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twentieth Period, dated September 26, 2006 (Docket #13298).

7. We have reviewed the final report and order allowing fees and expenses for this interim period, and we do not believe there is any reason to change any of the amounts awarded for the prior interim period.

CONCLUSION

8. Thus, we recommend final approval of \$113,330.00 in fees and \$239.68 in expenses for Bowe's services for the Final Application Period.

Respectfully submitted,

WARREN H. SMITH & ASSOCIATES, P.C.



By: _____
Warren H. Smith
Texas State Bar No. 18757050

2235 Ridge Road, Suite 105
Rockwall, Texas 75087
214-698-3868
214-722-0081 (fax)
whsmith@whsmithlaw.com

FEE AUDITOR

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been served by First Class United States mail to the attached service list on this 9th day of August, 2014.



Warren H. Smith

SERVICE LIST
Notice Parties

The Applicant³

William J. Bowe
Bowe & Fernicola, LLC
The Galleria
2 Bridge Avenue
Bldg. 6, 3rd Floor
Red Bank, New Jersey 07701

The Debtors

Richard Finke
Assistant General Counsel
W.R. Grace & Co.
7500 Grace Drive
Columbia, MD 21044

United States Trustee

Richard Schepacarter
Office of the United States Trustee
844 King Street, Lockbox 35, Room 2207
Wilmington, DE 19801

Counsel for the Debtors

John Donley
Adam Paul
Kirkland & Ellis LLP
300 North LaSalle Street
Chicago, IL 60654

Laura Davis Jones, Esq.
James E. O'Neill
Pachulski Stang Ziehl & Jones LLP
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, DE 19899-8705

**Counsel to the Official Committee of
Unsecured Creditors**

Denise Wildes
Stroock & Stroock & Lavan
180 Maiden Lane
New York, NY 10038-4982

Michael R. Lastowski
Duane Morris LLP
222 Delaware Avenue, Suite 1600
Wilmington, DE 19801

**Counsel to the Official Committee of Property
Damage Claimants**

Scott L. Baena
Jay Sakalo
Bilzin, Sumberg, Baena, Price & Axelrod
1450 Brickell Avenue, Suite 2300
Miami, FL 33131

Michael B. Joseph
Theodore J. Tacconelli
Lisa Coggins
Ferry & Joseph, P.A.
824 Market Street, Suite 904
Wilmington, DE 19801

**Counsel to the Official Committee of Personal
Injury Claimants**

Elihu Inselbuch
Rita Tobin
Caplin & Drysdale
600 Lexington Avenue, 21st Floor
New York, NY 10022-6000

Marla R. Eskin
Mark Hurford
Kathleen Campbell Davis
Campbell & Levine, LLC
222 Delaware Avenue, Suite 1620
Wilmington, DE 19801

**Counsel to the Official Committee of Equity
Holders**

Philip Bentley
David E. Blabey, Jr.
Kramer Levin Naftalis & Frankel
1177 Avenue of the Americas
New York, NY 10036

³This is the most recent contact information we have for the applicant.

Teresa K.D. Currier
Saul Ewing LLP
222 Delaware Avenue
P.O. Box 1266
Wilmington, DE 19899